

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK
Case No. 05-44481

- - - - -x

In the Matter of:

DELPHI CORPORATION, ET AL.,

Debtor.

- - - - -x

U.S. Bankruptcy Court
One Bowling Green
New York, New York

May 10, 2007
10:04 a.m.

B E F O R E:

HON. ROBERT D. DRAIN
U.S. BANKRUPTCY JUDGE

1 CLAIMS Objection Hearing Regarding Claim of HB Performance
2 Systems, Inc.

3

4 CLAIMS Objection Hearing Regarding Claim of Motorola, Inc. and
5 Temic Automotive of North America, Inc.

6

7 CLAIMS Objection Hearing Regarding Claim of Century Mold & Tool
8 Co.

9

10 CLAIMS Objection Hearing Regarding Claim of Alston Power
11 Environmental Consulting GMBH

12

13 CLAIMS Objection Hearing Regarding Claim of Sealy RG Valley
14 Buildings, L.P.

15

16 CLAIMS Objection Hearing Regarding Claim of Balch & Bingham LLP

17

18 CLAIMS Objection Hearing Regarding Claim of B&B Machining &
19 Grinding

20

21 CLAIMS Objection Hearing Regarding Claim of John Glover

22

23 CLAIMS Objection Hearing Regarding Claim of Root International

24

25

CLAIMS Objection Hearing Regarding Claim of Magnesium Elektron,
Inc.

Transcribed By: Esther Accardi

1 A P P E A R A N C E S :

2 SKADDEN ARPS SLATE MEAGHER & FLOM, LLP

3 Attorneys for Debtors

4 333 West Wacker Drive

5 Chicago, Illinois 60606

6

7 BY: JOHN K. LYONS, ESQ.

8

9 SKADDEN ARPS SLATE MEAGHER & FLOM, LLP

10 Attorneys for Debtors

11 4 Times Square

12 New York, New York 10036

13

14 BY: THOMAS J. MATZ, ESQ.

15 LISA DIAZ, ESQ.

16

17 WHYTE HIRSCHBOECK DUDEK, S.C.

18 Attorneys for HB Performance

19 555 East Wells Street

20 Milwaukee, Wisconsin 53202

21

22 BY: PATRICK B. HOWELL, ESQ.

23 (Telephonically)

24

25

1 P R O C E E D I N G S

2 THE COURT: Please be seated. All right. This is
3 deja vu all over again. Why don't you start from the beginning
4 in Delphi Corporation.

5 MR. LYONS: Sure. John Lyons on behalf of the
6 debtors. In court with me today we have Karen Kraft and Dean
7 Unrou of Delphi. And Tom Matz and Lisa Diaz from Skadden.
8 Your Honor, I handed up earlier the statistical chart that
9 shows progress in the various categories of the omnibus
10 objection. And just for a point of reference, I mean, it does
11 show -- certainly prepared in the last chart we sent you
12 additional progress. Some of the highlights -- approximately,
13 fifty percent of the adjourned claims that are in the
14 procedures have been resolved either through claims objection
15 procedures order or settlements. So not only are we attacking
16 the claims through the omnibus objections, but also we're
17 making a lot of progress with the claims that have been
18 adjourned under procedures. So I think that's a good sign that
19 we're making real progress with respect to these claims.

20 Over fifty-three percent of the debtor's total claim
21 population has been ordered disallowed or expunged from the
22 first through the eleventh omnibus claims objection. So that
23 shows the progress from the front end. Approximately 2,000
24 claims have been ordered modified in line with the debtor's
25 view of the appropriate class amount and debtor entity against

1 which the claim should have been asserted. Approximately
2 sixty-six percent of all claims against the debtors have been
3 ordered withdrawn, disallowed, expunged or modified by this
4 Court. Not surprising when you have forty-two debtors there
5 are a lot of duplicative claims so there's been a lot of low
6 hanging fruit procedural objections that, as Your Honor is
7 aware, we've already filed. With that, Your Honor --

8 THE COURT: Before you move on to today's agenda is
9 it still the case that the debtors believe that there rough
10 estimate for plan negotiation purposes of allowable claims is
11 still achievable?

12 MR. LYONS: Yes.

13 THE COURT: Okay. All right.

14 MR. LYONS: Your Honor, then I would like to turn to
15 the agenda. And, again, we have no contested matters. So a
16 bunch of settlements I'd like to run through.

17 THE COURT: Fine.

18 MR. LYONS: The first matter on the agenda is item
19 number 1, and that's the claims objection hearing regarding the
20 claim of HB Performance Systems. This claims is rather unique
21 in that not only are we seeking to disallow the claim, we
22 actually had an affirmative counterclaim which the parties have
23 agreed to resolve under these procedures. And I'm happy to
24 report the parties have, although it's still being documented,
25 there's still some language that needs to be worked out. But

1 the highlight to the agreement will be that HB Performance's
2 claim will be disallowed and expunged. The counterclaim will
3 be resolved by having HB Performance pay 300,000 dollars to the
4 debtors. The debtors had taken the position that they were
5 actually owed 1.7 million dollars. Oh, I'm sorry. They
6 asserted a counterclaim in the amount of 2.4 million.

7 THE COURT: But the net is 300,000 going to HB?

8 MR. LYONS: 300 is coming to the debtor.

9 THE COURT: Coming to the debtor, I'm sorry, from HB.

10 MR. LYONS: Yeah, that's our counterclaim against HB.
11 And their original claim was 1.778, so that is being disallowed
12 and expunged and we're going to get back 300,000 dollars.
13 Also, the debtors would provide HB Performance with perpetual
14 license to use two of the debtor's proprietary software
15 programs, the brake power software and the BSSDOT software.
16 And again, the parties are working through some of the
17 language. And, I believe, counsel for HB Performance may be on
18 the line right now.

19 THE COURT: Right. Sir, do you have anything to add
20 to that?

21 MR. POWELL: Attorney Patrick Howell for HB
22 Performance, Your Honor. He accurately described the process
23 and the resolution.

24 THE COURT: Okay. Very well. So I'll look forward
25 to seeing a stipulation and order.

1 MR. LYONS: Next, Your Honor. Item number 2. And
2 this is a matter that's been handled by Togut Segal, the
3 debtor's counsel as well. And this has resolved a number of
4 proofs of claim filed by Motorola and Temic Automotive of North
5 America. The debtors have reached an agreement with Motorola
6 relating to proof of claim 8392. Motorola had asserted a
7 secured claim in the amount of 75,900 dollars against DAS LLC.
8 The parties have agreed to settled that claim on an un -- so it
9 would be an unsecured claim in the amount of 72,835. And
10 again, that reminds me, Your Honor, we are going to file the
11 motion to clarify that the debtors have the ability to allow
12 claims against particular estates.

13 THE COURT: Okay.

14 MR. LYONS: We would seek nunc pro tunc affect to
15 that order as a clarification.

16 THE COURT: Right. Again, that was really kind of
17 out of an excess of caution. But given some of the points
18 raised earlier in the case by Mr. Fox and others, I thought you
19 ought to do it.

20 MR. LYONS: Very good. And then the debtors have
21 reached another part of this claims objection. We've reached
22 another separate agreement with Motorola and Temic Automotive
23 of North America. There Motorola asserted another secure
24 claim, proof of claim 8393 in the amount of 19,360 dollars.
25 Motorola actually transferred that claim to Temic Automotive of

1 North America and the parties have agreed to settle that claim
2 8393 for an allowed general unsecured claim in the amount of
3 19,360, the amount stated in the proof of claim.

4 THE COURT: Okay.

5 MR. LYONS: So that will be submitted to Your Honor.

6 THE COURT: Okay.

7 MR. LYONS: Item number 3, the claim objection
8 hearing regarding the claim of Century Mold & Tool. This
9 relates to proof of claim number 4018. The claimant originally
10 asserted an unsecured non-priority claim in the amount of 1.129
11 million and change against Delphi Mechatronics Systems Inc.
12 And a reclamation demand in the amount of 336,752 dollars. The
13 parties earlier under the reclamation procedures agreed to a
14 reclamation claim of 75,000 dollars. Of course, all those
15 agreements are subject to the global defenses which may or may
16 not be invoked depending upon how the plan shakes out. But the
17 parties have agreed to settle claim 4018 for an allowed
18 unsecured claim in the amount of 683,000 dollars and change
19 against Delphi Mechatronic. And the parties have also agreed
20 that Century could seek priority status to the extent of 75,000
21 on account of the reclamation claim, subject, of course to our
22 reserved defenses. So that matter and stipulation will be
23 submitted to Your Honor.

24 THE COURT: Okay.

25 MR. LYONS: Fourth item on the agenda claim hearing

1 relating to Alston Power Environmental Consulting GMHB. This
2 relates to proof of claim number 652. This is an unsecured
3 non-priority claim for 2,726 dollars. The parties have agreed
4 to settle it in that amount against DAS LLC. It originally was
5 asserted against Delphi World Headquarters Facility Service
6 Group. And again, we just have agreed to allow it against what
7 we believe to be the appropriate entity. So that will be
8 submitted to Your Honor.

9 Item number 6 on the agenda is the claims hearing
10 regarding Sealy RG Valley Buildings L.P. This relates to proof
11 of claim number 8322. Claimant asserted an unsecured non-
12 priority claim for 66,000 dollars and change against Delphi
13 Automotive Systems LLC. And the parties have agreed to allow
14 the claim in that amount.

15 Item number 6 is the hearing relating to Balch &
16 Bingham LLP. That relates to proof of claim 6253. The
17 claimant asserted initially an unsecured non-priority claim in
18 the amount of 29,618 dollars against Delphi Automotive Systems
19 LLC. And the parties have agreed to settle this claim for
20 slightly less at 27,517 dollars against DAS LLC. And again our
21 stipulation will be submitted.

22 THE COURT: Okay.

23 MR. LYONS: Item number 7, B&B Machining & Grinding.
24 That relates to proof of claim 542. Claimant asserted an
25 unsecured non-priority claim in the amount of 996 dollars

1 against Delphi Corp. Parties have agreed to settle it in that
2 amount but it will be against Delphi Medical Systems Colorado
3 Corporation, not Delphi Corporation.

4 THE COURT: Okay

5 MR. LYONS: Item number 8, claims hearing regarding
6 John Glover. Mr. Glover had submitted proof of claim 390. The
7 claim was initially in the amount of 1,050 dollars against
8 Delphi Corp. And again, we've agreed to settle the claim for
9 that amount but against Delphi Automotive Systems LLC.

10 Item number 9 on the agenda is the claim hearing of
11 Root International. And that relates to proof of claim number
12 1641. Claimant asserted an unsecured non-priority claim in the
13 amount of 7,218 dollars against Delphi Corp. We've agreed to
14 settle it in that amount but it should be against Delphi
15 Medical Systems Colorado Corporation not Delphi Corp. So again
16 that will be submitted shortly.

17 Item number 10 on the agenda, the claims hearing of
18 Magnesium Electron Inc. That is proof of claim number 1524.
19 Claimant asserted an unsecured non-priority claim in the amount
20 of 518,452 dollars against Delphi Corp. Parties have agreed to
21 settle the claim for 265,694 dollars, just over half of the
22 initial claim amount against debtor ASEC Manufacturing General
23 Partnership. So again there's a reduction and also it will be
24 against a debtor other than that's stated in the proof of
25 claim.

1 And finally, Your Honor, our last item on the agenda
2 is the claims hearing regarding RSR Corporation Ecobot America
3 LLC. That relates to proof of claim numbers 866 and 867.
4 Ecobot America initially asserted a proof of claim 866, in the
5 amount of 1.5 million dollars and change against Delphi
6 Corporation and asserted in claim number 867 a claim of 2.270
7 thousand dollars and change against Delphi Corporation. On
8 September 14, 2005, before we filed the case, the debtors made
9 a 3.9 million dollar deposit for cash in advance for any
10 shipments made after that deposit for goods sold. The parties
11 have agreed to apply that 3.9 million dollar deposit that was
12 made pre-petition to the amounts that are owed pre-petition.
13 Togut has handled this matter and Togut has primarily dealt
14 with a lot of the set up matters for -- in this case. And so
15 under the terms of the stipulation the 3.9 million dollar cash
16 in advance payment will be applied in satisfaction of these two
17 proofs of claims. And that both claims would be disallowed and
18 expunged in their entirety.

19 THE COURT: Okay. So you're not getting anything
20 back from the deposit and they're not getting anything more
21 than the deposit?

22 MR. LYONS: Correct.

23 THE COURT: Okay.

24 MS. DIAZ: We're getting the deposit.

25 MR. LYONS: Oh, we are getting --

1 THE COURT: So you are getting a certain amount back.

2 MR. LYONS: Yes, I'm sorry, Your Honor. We are
3 getting deposit money back, yes.

4 THE COURT: Okay.

5 MR. LYONS: I stand corrected. Okay. Well, that's
6 it for the agenda. A couple of other items, Your Honor. In
7 omnibus thirteen, which Your Honor will hear on May 31st, we
8 detected a problem with the service of two of the claims listed
9 on Exhibits E-1 and E-2. Basically, what had happened when
10 they printed the individualized notice some of the fields were
11 mixed up. So in our view we're just going to renotice those.
12 And instead of having those heard on May 31st they'll be heard
13 on June 22nd.

14 THE COURT: Okay.

15 MR. LYONS: So we just wanted to be conservative but
16 we're going to just adjourn those hearings with respect to just
17 those two exhibits to June.

18 Which brings me to another point, Your Honor. I
19 mean, you can imagine with these thousands and thousands of
20 claims there's occasionally -- a claim may be included on the
21 one of the expunged exhibits inadvertently. An example would
22 be at the last omnibus hearing for some reason a response
23 didn't get docketed until after we had submitted the agenda and
24 the exhibits to Your Honor. So there was someone who filed a
25 timely response, although they may not have served us, served

1 debtor's counsel with it, and we couldn't pick it up because it
2 was docketed a little bit late. What we've been doing in those
3 very rare instances, and it was just really a handful, we have
4 been working with the claimants on a consensual basis, we've
5 put them into the procedures and they reserved their rights, we
6 reserve our rights as to whether or not the untimeliness of
7 filing a response and the fact that it was expunged on an
8 order, if we ever aren't able to resolve that that would all
9 then be taken a look at by Your Honor to determine whether you
10 would --

11 THE COURT: In a motion for reconsideration.

12 MR. LYONS: In a motion for reconsideration.

13 THE COURT: Right.

14 MR. LYONS: But we're telling them that listen, from
15 the date you contact us we're not going to prejudice you by
16 failing to file that motion because we want to try to reduce
17 any unnecessary pleadings since we're going to be trying to
18 resolve it anyway. But the issue may come back to Your Honor
19 if we can't reach an agreement with counsel and then you would
20 have to take a look at that issue.

21 THE COURT: Okay. All right.

22 MR. LYONS: And then finally a housekeeping matter.
23 We have cancelled, with Your Honor's permission, the May 24th
24 claims hearing as well as the June 14th claims hearing, since
25 we have a claims hearing on June 1st and then one on June 22nd.

1 THE COURT: Okay. That's fine. Although I want to
2 reiterate that if it turns out that some of these end up being
3 contested, notwithstanding everyone's efforts to resolve them,
4 you know, you can get them back on the calendar individually,
5 if there's going to be, you know, a real trial on them.

6 MR. LYONS: Yes.

7 THE COURT: Just let my chambers know.

8 MR. LYONS: Will do. We will do, Your Honor. Thank
9 you.

10 THE COURT: All right. Okay. Very well, thank you.

11 MR. LYONS: Thank you.

12 (Proceedings concluded at 10:17 a.m.)

13

14

15

16

17

18

19

20

21

22

23

24

25

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25

C E R T I F I C A T I O N

I, Esther Accardi, court approved transcriber, certify that the foregoing is a correct transcript from the official electronic sound recording of the proceedings in the above-entitled matter.

Signature of Transcriber

May 14, 2007_____
Date

Esther Accardi_____
typed or printed name

<p>A</p> <p>ability 8:11 able 14:8 above-entitled 16:6 Accardi 3:24 16:4 16:12 account 9:21 accurately 7:22 achievable 6:11 add 7:19 additional 5:12 adjourn 13:16 adjourned 5:13,18 advance 12:9,16 affect 8:14 affirmative 6:22 agenda 6:8,15,18 9:25 10:9 11:10,17 12:1 13:6,23 agreed 6:23 8:8 9:1 9:13,17,19 10:3,6 10:13,19 11:1,8,13 11:20 12:11 agreement 7:1 8:5 8:22 14:19 agreements 9:15 AL 1:8 allow 8:11 10:6,13 allowable 6:10 allowed 9:2,17 Alston 2:10 10:1 America 2:5 8:5,23 9:1 12:2,4 amount 5:25 7:6 8:7 8:9,24 9:2,3,10,12 9:18 10:4,14,18,25 11:2,7,9,13,14,19 11:22 12:5 13:1 amounts 12:12 anyway 14:18 applied 12:16 apply 12:11 appropriate 5:25 10:7 approved 16:4 approximately 5:12</p>	<p>5:23 6:1 ARPS 4:2,9 ASEC 11:22 asserted 6:1 7:6 8:6 8:23 9:10 10:5,11 10:17,24 11:12,19 12:4,6 attacking 5:15 Attorney 7:21 Attorneys 4:3,10,18 Automotive 2:5 8:4 8:22,25 10:13,18 11:9 aware 6:7 a.m 1:19 15:12</p> <p>B</p> <p>B 1:21 4:22 back 7:12 12:20 13:1,3 14:18 15:4 Balch 2:16 10:15 Bankruptcy 1:2,14 1:23 Basically 13:9 basis 14:4 beginning 5:3 behalf 5:5 believe 6:9 7:17 10:7 Bingham 2:16 10:16 bit 14:2 Bowling 1:15 brake 7:15 brings 13:18 BSSDOT 7:15 Buildings 2:14 10:10 bunch 6:16 B&B 2:18 10:23</p> <p>C</p> <p>C 4:1 5:1 16:2,2 calendar 15:4 cancelled 14:23 case 1:4 6:9 8:18 12:8,14 cash 12:9,15 categories 5:9</p>	<p>caution 8:17 Century 2:7 9:8,20 certain 13:1 certainly 5:11 certify 16:4 chambers 15:7 change 9:11,18 10:12 12:5,7 chart 5:8,11 Chicago 4:5 claim 2:1,4,7,10,13 2:16,18,21,23 3:1 5:20 6:1,20,21 7:2 7:11 8:4,6,7,8,9,24 8:24,25 9:1,2,3,7,8 9:9,10,14,17,18,21 9:25 10:2,3,11,12 10:14,16,17,19,24 10:25 11:6,7,8,10 11:11,12,18,19,21 11:22,25 12:3,4,6 12:6 13:20 claimant 9:9 10:11 10:17,24 11:12,19 claimants 14:4 claims 2:1,4,7,10,13 2:16,18,21,23 3:1 5:13,14,16,17,19 5:22,24 6:2,5,10 6:19,20 8:12,21 10:9 11:5,17 12:2 12:17,17 13:8,20 14:24,24,25 clarification 8:15 clarify 8:11 class 5:25 Colorado 11:2,15 come 14:18 coming 7:8,9 concluded 15:12 consensual 14:4 conservative 13:15 Consulting 2:11 10:1 contact 14:15 contested 6:15 15:3</p>	<p>Corp 11:1,8,13,15 11:20 Corporation 1:8 5:4 11:3,3,15 12:2,6,7 correct 12:22 16:5 corrected 13:5 counsel 7:17 8:3 14:1,19 counterclaim 6:22 7:2,6,10 couple 13:6 course 9:14,21 court 1:2,14 5:2,6 6:4,8,13,17 7:7,9 7:19,24 8:13,16 9:4,6,24 10:22 11:4 12:19,23 13:1 13:4,14 14:11,13 14:21 15:1,7,10 16:4</p> <p>D</p> <p>D 1:22 5:1 DAS 8:7 10:4,20 date 14:15 16:10 dealt 12:13 Dean 5:6 debtor 1:10 5:25 7:8 7:9 11:22,24 debtors 4:3,10 5:6 6:2,4,9 7:4,4,13 8:5,11,20 12:8 debtor's 5:20,24 7:14 8:3 14:1 defenses 9:15,22 deja 5:3 Delphi 1:8 5:4,7 9:11,19 10:5,12,18 11:1,2,3,8,9,13,14 11:15,20 12:5,7 demand 9:12 depending 9:16 deposit 12:9,10,11 12:20,21,24 13:3 described 7:22 detected 13:8</p>
--	---	---	---

<p>determine 14:9 Diaz 4:15 5:7 12:24 disallow 6:21 disallowed 5:21 6:3 7:2,11 12:17 DISTRICT 1:3 docketed 13:23 14:2 documented 6:24 doing 14:2 dollar 12:9,11,15 dollars 7:3,5,12 8:7 8:24 9:12,14,18 10:3,12,18,20,25 11:7,13,20,21 12:5 12:7 DRAIN 1:22 Drive 4:4 DUDEK 4:17 duplicative 6:5</p> <hr/> <p style="text-align: center;">E</p> <hr/> <p>E 1:21,21 4:1,1 5:1,1 16:2 earlier 5:8 8:18 9:13 East 4:19 Ecobot 12:2,4 efforts 15:3 either 5:14 Electron 11:18 electronic 16:5 Elektron 3:1 eleventh 5:22 entirety 12:18 entity 5:25 10:7 Environmental 2:11 10:1 ESQ 4:7,14,15,22 estates 8:12 Esther 3:24 16:4,12 estimate 6:10 ET 1:8 everyone's 15:3 example 13:21 excess 8:17 exhibits 13:9,17,21 13:24</p>	<p>expunged 5:21 6:3 7:2,12 12:18 13:21 14:7 extent 9:20 E-1 13:9 E-2 13:9</p> <hr/> <p style="text-align: center;">F</p> <hr/> <p>F 1:21 16:2 Facility 10:5 fact 14:7 failing 14:16 fields 13:10 fifty 5:13 fifty-three 5:20 file 8:10 14:16 filed 6:7 8:4 12:8 13:24 filing 14:7 finally 12:1 14:22 fine 6:17 15:1 first 5:22 6:18 FLOM 4:2,9 foregoing 16:5 forty-two 6:4 forward 7:24 Fourth 9:25 Fox 8:18 front 5:23 fruit 6:6</p> <hr/> <p style="text-align: center;">G</p> <hr/> <p>G 5:1 general 9:2 11:22 getting 12:19,20,24 12:25 13:1,3 given 8:17 global 9:15 Glover 2:21 11:6,6 GMHB 2:11 10:1 going 7:7,12 8:10 13:11,16 14:15,17 15:5 good 5:18 8:20 goods 12:10 Green 1:15 Grinding 2:19 10:23</p>	<p>Group 10:6</p> <hr/> <p style="text-align: center;">H</p> <hr/> <p>half 11:21 handed 5:8 handful 14:3 handled 8:2 12:13 hanging 6:6 happened 13:9 happy 6:23 HB 2:1 4:18 6:20 7:1 7:3,7,9,10,13,17 7:21 Headquarters 10:5 hear 13:7 heard 13:12,12 hearing 2:1,4,7,10 2:13,16,18,21,23 3:1 6:19 9:8,25 10:9,15 11:5,10,17 12:2 13:22 14:24 14:24,25 hearings 13:16 highlight 7:1 highlights 5:12 HIRSCHBOECK 4:17 HON 1:22 Honor 5:8 6:6,7,14 7:22 8:1,10 9:5,23 10:8 12:1 13:2,6,7 13:18,24 14:9,18 15:8 Honor's 14:23 housekeeping 14:22 Howell 4:22 7:21</p> <hr/> <p style="text-align: center;">I</p> <hr/> <p>Illinois 4:5 imagine 13:19 inadvertently 13:21 included 13:20 individualized 13:10 individually 15:4 initial 11:22 initially 10:17 11:7 12:4</p>	<p>instances 14:3 International 2:23 11:11 invoked 9:16 issue 14:18,20 item 6:18 8:1 9:7,25 10:9,15,23 11:5,10 11:17 12:1 items 13:6</p> <hr/> <p style="text-align: center;">J</p> <hr/> <p>J 4:14 John 2:21 4:7 5:5 11:6 JUDGE 1:23 June 13:13,17 14:24 14:25,25</p> <hr/> <p style="text-align: center;">K</p> <hr/> <p>K 4:7 Karen 5:6 kind 8:16 know 15:4,5,7 Kraft 5:6</p> <hr/> <p style="text-align: center;">L</p> <hr/> <p>language 6:25 7:17 late 14:2 license 7:14 line 5:24 7:18 Lisa 4:15 5:7 listed 13:8 listen 14:14 little 14:2 LLC 8:7 10:4,13,19 10:20 11:9 12:3 LLP 2:16 4:2,9 10:16 look 7:24 14:9,20 lot 5:17 6:5,5 12:14 low 6:5 Lyons 4:7 5:5,5 6:12 6:14,18 7:8,10 8:1 8:14,20 9:5,7,25 10:23 11:5 12:22 12:25 13:2,5,15 14:12,14,22 15:6,8</p>
--	---	---	---

15:11 L.P 2:14 10:10 <hr/> M Machining 2:18 10:23 Magnesium 3:1 11:18 making 5:17,19 Manufacturing 11:22 matter 1:6 6:18 8:2 9:22 12:13 14:22 16:7 matters 6:15 12:14 Matz 4:14 5:7 MEAGHER 4:2,9 mean 5:10 13:19 Mechatronic 9:19 Mechatronics 9:11 Medical 11:2,15 million 7:5,6 9:11 12:5,9,11,15 Milwaukee 4:20 mixed 13:11 modified 5:24 6:3 Mold 2:7 9:8 money 13:3 motion 8:11 14:11 14:12,16 Motorola 2:4 8:4,5,6 8:22,23,25 move 6:8 <hr/> N N 4:1 5:1 16:2 name 16:13 needs 6:25 negotiation 6:10 net 7:7 New 1:3,16,16 4:12 4:12 non 10:11 non-priority 9:10 10:3,17,25 11:12 11:19 North 2:5 8:4,23 9:1	notice 13:10 notwithstanding 15:3 number 6:19 8:1,3 9:7,9 10:2,9,11,15 10:23 11:5,10,11 11:17,18 12:6 numbers 12:3 nunc 8:14 <hr/> O O 1:21 5:1 16:2 objection 2:1,4,7,10 2:13,16,18,21,23 3:1 5:10,14,22 6:19 8:21 9:7 objections 5:16 6:6 occasionally 13:20 official 16:5 Oh 7:5 12:25 Okay 6:13 7:24 8:13 9:4,6,24 10:22 11:4 12:19,23 13:4 13:5,14 14:21 15:1 15:10 omnibus 5:9,16,22 13:7,22 order 5:15 7:25 8:15 14:8 ordered 5:21,24 6:3 original 7:11 originally 9:9 10:4 ought 8:19 owed 7:5 12:12 <hr/> P P 4:1,1 5:1 part 8:21 particular 8:12 parties 6:22,24 7:16 8:8 9:1,13,17,19 10:3,13,19 11:1,20 12:10 Partnership 11:23 Patrick 4:22 7:21 pay 7:3 payment 12:16	percent 5:13,20 6:2 Performance 2:1 4:18 6:20 7:3,13 7:17,22 Performance's 7:1 permission 14:23 perpetual 7:13 pick 14:1 plan 6:10 9:16 pleadings 14:17 Please 5:2 point 5:10 13:18 points 8:17 population 5:21 position 7:4 POWELL 7:21 power 2:10 7:15 10:1 prejudice 14:15 prepared 5:11 pre-petition 12:12 12:12 primarily 12:13 printed 13:10 16:13 priority 9:20 10:12 pro 8:14 problem 13:8 procedural 6:6 procedures 5:14,15 5:18 6:23 9:13 14:5 proceedings 15:12 16:6 process 7:22 programs 7:15 progress 5:9,12,17 5:19,23 proof 8:6,24 9:3,9 10:2,10,16,24 11:6 11:11,18,24 12:3,4 proofs 8:4 12:17 proprietary 7:14 provide 7:13 purposes 6:10 put 14:5	R R 1:21 4:1 5:1 16:2 raised 8:18 rare 14:3 reach 14:19 reached 8:5,21,21 real 5:19 15:5 really 8:16 14:3 reason 13:22 reclamation 9:12,13 9:14,21 reconsideration 14:11,12 recording 16:6 reduce 14:16 reduction 11:23 reference 5:10 regarding 2:1,4,7,10 2:13,16,18,21,23 3:1 6:19 9:8 10:10 11:5 12:2 reiterate 15:2 relates 9:9 10:2,10 10:16,24 11:11 12:3 relating 8:6 10:1,15 reminds 8:10 renotice 13:11 report 6:24 reserve 14:6 reserved 9:22 14:5 resolution 7:23 resolve 6:23 14:8,18 15:3 resolved 5:14 7:3 8:3 respect 5:19 13:16 response 13:22,25 14:7 RG 2:13 10:10 right 5:2 6:13 7:18 7:19 8:16 14:13,21 15:10 rights 14:5,6 ROBERT 1:22 Root 2:23 11:11
--	--	---	---

rough 6:9 RSR 12:2 run 6:16 <hr/> S <hr/> S 4:1 5:1 satisfaction 12:16 Sealy 2:13 10:10 seated 5:2 secure 8:23 secured 8:7 seeing 7:25 seek 8:14 9:20 seeking 6:21 Segal 8:2 sent 5:11 separate 8:22 September 12:8 served 13:25,25 service 10:5 13:8 set 12:14 settle 9:1,17 10:4,19 11:1,8,14,21 settled 8:8 settlements 5:15 6:16 shakes 9:16 shipments 12:10 shortly 11:16 show 5:11 shows 5:9,23 sign 5:18 Signature 16:10 Sir 7:19 sixty-six 6:2 Skadden 4:2,9 5:7 SLATE 4:2,9 slightly 10:20 software 7:14,15,15 sold 12:10 sorry 7:5,9 13:2 sound 16:6 SOUTHERN 1:3 Square 4:11 stand 13:5 start 5:3	stated 9:3 11:24 STATES 1:2 statistical 5:8 status 9:20 stipulation 7:25 9:22 10:21 12:15 Street 4:19 subject 9:15,21 submitted 9:5,23 10:8,21 11:6,16 13:23 Sure 5:5 surprising 6:4 Systems 2:2 6:20 9:11 10:13,18 11:2 11:9,15 S.C 4:17 <hr/> T <hr/> T 16:2,2 take 14:20 taken 7:4 14:9 Telephonically 4:23 telling 14:14 Temic 2:5 8:4,22,25 terms 12:15 thank 15:8,10,11 think 5:18 thirteen 13:7 THOMAS 4:14 thought 8:18 thousand 12:7 thousands 13:19,19 timely 13:25 Times 4:11 today 5:6 today's 6:8 Togut 8:2 12:13,13 Tom 5:7 Tool 2:7 9:8 total 5:20 Transcribed 3:24 transcriber 16:4,10 transcript 16:5 transferred 8:25 trial 15:5	try 14:16 trying 14:17 tunc 8:14 turn 6:14 turns 15:2 two 7:14 12:16 13:8 13:17 typed 16:13 <hr/> U <hr/> un 8:8 unique 6:20 UNITED 1:2 unnecessary 14:17 Unrou 5:7 unsecured 8:9 9:2 9:10,18 10:2,11,17 10:25 11:12,19 untimeliness 14:6 use 7:14 U.S 1:14,23 <hr/> V <hr/> Valley 2:13 10:10 various 5:9 view 5:25 13:11 vu 5:3 <hr/> W <hr/> Wacker 4:4 want 14:16 15:1 wanted 13:15 Wells 4:19 West 4:4 we're 5:16,19 7:12 12:24 13:11,16 14:14,15,17 we've 6:7 8:21 11:8 11:13 14:2,4 WHYTE 4:17 Wisconsin 4:20 withdrawn 6:3 worked 6:25 working 7:16 14:4 World 10:5 <hr/> X <hr/>	x 1:5,12 <hr/> Y <hr/> Yeah 7:10 York 1:3,16,16 4:12 4:12 <hr/> 0 <hr/> 05-44481 1:4 <hr/> 1 <hr/> 1 6:19 1st 14:25 1,050 11:7 1.129 9:10 1.5 12:5 1.7 7:5 1.778 7:11 10 1:18 11:17 10:04 1:19 10:17 15:12 10036 4:12 14 12:8 16:9 14th 14:24 1524 11:18 1641 11:12 19,360 8:24 9:3 <hr/> 2 <hr/> 2 8:1 2,000 5:23 2,726 10:3 2.270 12:6 2.4 7:6 2005 12:8 2007 1:18 16:9 22nd 13:13 14:25 24th 14:23 265,694 11:21 27,517 10:20 29,618 10:18 <hr/> 3 <hr/> 3 9:7 3.9 12:9,11,15 300 7:8 300,000 7:3,7,12
--	--	--	--

31st 13:7,12 333 4:4 336,752 9:12 390 11:6 <hr/> 4 <hr/> 4 4:11 4018 9:9,17 <hr/> 5 <hr/> 518,452 11:20 53202 4:20 542 10:24 555 4:19 <hr/> 6 <hr/> 6 10:9,15 60606 4:5 6253 10:16 652 10:2 66,000 10:12 683,000 9:18 <hr/> 7 <hr/> 7 10:23 7,218 11:13 72,835 8:9 75,000 9:14,20 75,900 8:7 <hr/> 8 <hr/> 8 11:5 8322 10:11 8392 8:6 8393 8:24 9:2 866 12:3,4 867 12:3,6 <hr/> 9 <hr/> 9 11:10 996 10:25			
--	--	--	--

VERITEXT

212-267-6868

516-608-2400